

EXHIBIT D

(Kramer Levin Retention / Compensation)

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EXHIBIT D

KRAMER LEVIN RETENTION/COMPENSATION

Kramer Levin Naftalis & Frankel

TIMEKEEPER NAME	HOURS	FEES
Calon, A	0.50	340.00
Chaikin, R	79.20	20,826.00
Chouprouta, A	2.80	728.00
Colbourne, P	2.10	220.50
Macksoud, L	5.10	3,060.00
Mayer, T	4.50	4,185.00
Plotko, G	3.55	2,360.75
Rogoff, A	4.10	3,325.50
Schmidt, R	1.30	955.50
Sharret, J	24.90	12,090.50
	128.05	\$48,091.75

MATTER NAME	HOURS	FEES
Committee Meetings/Communications	2.00	1,785.00
Fee Application/Monthly Invoices	123.15	44,174.75
Motions	1.20	720.00
Wind-Down Issues	1.70	1,412.00
	128.05	\$48,091.75

KRAMER LEVIN RETENTION/COMPENSATION

Kramer Levin Naftalis & Frankel

DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
10/05/09	Mayer, T Mon 541031019/1049	0.50	0.50	465.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>PREPARE FOR STATUS CONFERENCE ON FEE EXAMINER STIPULATION, REVIEW LATEST DRAFT.</u>
10/06/09	Mayer, T Tue 541031019/1050	0.50	0.50	465.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>PRIOR TO STATUS CONFERENCE, FURTHER REVIEW FEE EXAMINER STIPULATION AND EMAILS TO/FROM A. ROGOFF, CONFERENCES WITH A. ROGOFF, S. KAROTKIN RE SETTING UP COMMITTEE & COURT PROCESS FOR IMPLEMENTATION OF FEE EXAMINER STIPULATION.</u>
10/07/09	Chaikin, R Wed 541031019/1041	0.40	0.40	104.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW SEPTEMBER FEE DETAIL FOR TIME TO BE MOVED TO APPROPRIATE MATTERS.</u>
10/07/09	Mayer, T Wed 541031019/1051	1.00	1.00	930.00	0.20 F 0.10 F 0.70 F		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>CALL WITH H. MILLER RE DEBTORS' FIVE NOMINEES FOR FEE EXAMINER (.2).</u> 2 <u>EMAIL FROM D. ADAMS ASKING FOR NOMINEES, CALL D. ADAMS RE TIME NEEDED FOR COMMITTEE TO COME UP WITH AND FORWARD LIST (.1).</u> 3 <u>DRAFT AND DISPATCH DETAILED MEMO TO COMMITTEE OUTLINING FEE EXAMINER STIPULATION, REPORTING ON FEE EXAMINER PROCESS AND REQUESTING NOMINEES FOR FEE EXAMINER (.7).</u>
10/07/09	Plotko, G Wed 541031019/1060	0.70	0.70	465.50			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW FEE EXAMINER STIPULATION AND</u> 2 <u>REVIEW PRECEDENTS.</u>
10/07/09	Schmidt, R Wed 541031019/1039	0.50	0.25	183.75			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ATTENTION TO FEE AUDITOR STIPULATION;</u> 2 <u>OFFICE CONFERENCES WITH T. MAYER.</u>
10/08/09	Plotko, G Thu 541031019/1061	0.50	0.50	332.50			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW CHANGES TO STIP ON APPOINTMENT OF FEE EXAMINER.</u>
10/08/09	Sharret, J Thu 541031019/1043	0.40	0.40	194.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>TELEPHONE CONFERENCE WITH G. PLOTKO RE: FEE EXAMINER.</u>
10/09/09	Caton, A Fri 541031010/760	0.50	0.30	204.00	0.30 F 0.20 F		<i>MATTER NAME: Committee Meetings/Communications</i> 1 <u>TELEPHONE CONFERENCE WITH M. WILLIAMS RE MEETING W WEIL, FEE EXAMINER (.3).</u> 2 <u>REVIEW EMAILS RE SAME (.2).</u>
10/09/09	Chaikin, R Fri 541031019/1042	2.70	2.70	702.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW TIME DETAIL TO MOVE ENTRIES TO APPROPRIATE MATTERS.</u>
10/12/09	Chaikin, R Mon 541031019/1055	0.30	0.30	78.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW FEE TIME DETAIL.</u>
10/12/09	Plotko, G Mon 541031019/1062	0.30	0.15	99.75			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ATTENTION TO FEE EXAMINER NOMINATIONS;</u> 2 <u>DISCUSS WITH J. SHARRET.</u>

~ See the last page of exhibit for explanation

KRAMER LEVIN RETENTION/COMPENSATION

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DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
10/12/09	Sharret, J Mon 541031019/1045	0.20	0.20	97.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW AND ORGANIZE NOMINATIONS FOR FEE AUDITOR.</u>
10/13/09	Plotko, G Tue 541031019/1063	0.60	0.60	399.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ATTENTION TO FEE EXAMINER PRESENTATION AND SUGGESTED CHANGES TO R. CHAIKIN.</u>
10/13/09	Schmidt, R Tue 541031019/1044	0.50	0.50	367.50	0.10 0.40	<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>VOICEMAIL TO US TRUSTEE (.1);</u> 2 <u>REVIEW FEE EXAMINER STIPULATION (.4).</u>
10/14/09	Mayer, T Wed 541031010/762	1.80	1.70	1,581.00	0.10 1.50 0.20	<i>MATTER NAME: Committee Meetings/Communications</i> 1 <u>CALL WITH D. JURY RE AGENDA ITEM: 1114 SETTLEMENT (.1);</u> 2 <u>PREPARE FOR AND PARTICIPATE IN TELEPHONIC MEETING WITH COMMITTEE RE (A) MEETING AT WEIL AND STATUS OF REORGANIZATION, (B) FEE EXAMINER, NEED FOR NOMINEES, (C) STATUS OF ASBESTOS/PRODUCT LIABILITY DISCUSSIONS, (D) 1114 SETTLEMENT, COMMITTEE POSITION THEREON (1.5);</u> 3 <u>FOLLOW-UP EMAILS TO AND FROM JURY, KENNEDY RE COMMITTEE VOTE (.2), EMAIL FROM AND TO DIANA ADAMS RE THREE NOMINEES FOR FEE EXAMINER.</u>
10/15/09	Mayer, T Thu 541031019/1052	0.20	0.20	186.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>CALL WITH S. KAROTKIN RE COMMITTEE NOMINEES FOR FEE EXAMINER, SUGGEST 2 & 2.</u>
10/15/09	Rogoff, A Thu 541031019/1047	0.30	0.30	238.50		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ATTENTION TO FEE AUDITOR AND COORDINATION WITH COMMITTEE RE: SAME;</u> 2 <u>CALLS T. MAYER AND J. SHARRET RE: SAME.</u>
10/16/09	Rogoff, A Fri 541031019/1046	0.20	0.20	159.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ATTENTION TO FEE AUDITOR AND COORDINATION WITH COMMITTEE RE: SAME;</u> 2 <u>CONFERENCE CALLS T. MAYER AND J. SHARRET RE: SAME.</u>
10/19/09	Mayer, T Mon 541031019/1053	0.30	0.30	279.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>FINAL EMAILS RE NOMINEES FOR FEE EXAMINER: A. ROGOFF, H. MILLER, BRIEF CONFERENCE D. ADAMS AT JUDGES' CONFERENCE.</u>
10/19/09	Rogoff, A Mon 541031019/1048	0.20	0.20	159.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ATTENTION TO FEE AUDITOR AND COORDINATION WITH COMMITTEE RE: SAME;</u> 2 <u>CALLS T. MAYER AND J. SHARRET RE: SAME.</u>
10/20/09	Chaikin, R Tue 541031019/1056	0.60	0.60	156.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ASSEMBLE NOMINEES' NAMES FOR FEE AUDITOR'S CREDENTIALS.</u>
10/27/09	Chaikin, R Tue 541031019/1064	2.10	2.10	546.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>UPDATE FEE LETTER, REVIEW APPLICATION, ETC.</u>
10/28/09	Chaikin, R Wed 541031019/1065	4.10	4.10	1,066.00	3.60 0.50	<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>MULTIPLE REVIEWS OF DRAFT TIME DETAIL (3.6);</u> 2 <u>CONFERENCE WITH J. SHARRET RE SAME (.5).</u>

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KRAMER LEVIN RETENTION/COMPENSATION

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DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
10/29/09	Chaikin, R	1.90	1.90	494.00	0.60		MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1066				1.00		1 ASSEMBLE BINDER OF PAST FEE STATEMENTS (.6);
					0.30		2 ENTER A. ROGOFF'S EDITS TO FEE APPLICATION (1.0);
							3 CONFERENCE WITH J. SHARRET RE FEE APPLICATION (.3).
10/29/09	Rogoff, A	0.30	0.30	238.50			MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1059						1 REVIEW FEE STATEMENT;
							2 COORDINATION WITH SHARRET RE: SAME.
10/30/09	Chaikin, R	1.50	1.50	390.00			MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1067						1 FINALIZE, ASSEMBLE AND MAIL MONTHLY FEE STATEMENT.
11/02/09	Chaikin, R	0.50	0.50	130.00			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1070						1 REVIEW US TRUSTEE'S INSTRUCTIONS RE: INTERIM FEE APPLICATION.
11/05/09	Chouprouta, A	1.70	1.70	442.00	1.40	F	MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1071				0.30	F	1 FOLLOW UP WITH C. PORTER OF US TRUSTEE'S OFFICE AND FTI CONSULTANTS RE: ELECTRONIC FORMAT OF TIME (1.4).
							2 DISCUSSIONS WITH ACCOUNTING AND IT RE: SAME (.3).
11/09/09	Chouprouta, A	0.60	0.60	156.00			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1069						1 FOLLOW UP WITH ACCOUNTING RE: ELECTRONIC TRANSMISSION OF .TXT FILES FOR FIRST INTERIM PERIOD.
11/09/09	Macksoud, L	1.80	1.80	1,080.00			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1077						1 DRAFTING SECTIONS OF INTERIM FEE APPLICATION RELATED TO DEALER, SUPPLIER AND ENVIRONMENTAL ISSUES.
11/09/09	Sharret, J	1.80	1.80	873.00			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1073						1 DRAFTING INTERIM FEE APPLICATION.
11/10/09	Chaikin, R	4.00	4.00	1,040.00	0.50	F	MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1088				0.30	F	1 MEETINGS WITH J. SHARRET AND G. PLOTKO (.5)
					0.90	F	2 AND L. MACKSoud (.3) RE INTERIM FEE APPLICATION;
					2.30	F	3 CREATE BINDERS OF FILED FEE STATEMENTS AND FEE APPLICATION GUIDELINES (.9);
							4 EDIT, FORMAT AND INSERT NUMBERS INTO INTERIM APPLICATION (2.3).
11/10/09	Macksoud, L	0.60	0.60	360.00	0.30	F	MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1078				0.30	F	1 CONFERRING WITH J. SHARRET REGARDING INTERIM FEE STATEMENT (.3).
							2 CONFERRING WITH R. CHAIKIN REGARDING SAME (.3).
11/10/09	Schmidt, R	0.40	0.40	294.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1072						1 ATTN TO USTRUSTEE EMAIL RE COUNSEL ISSUES;
							2 FOLLOW-UP; TELEPHONE CONFERENCE RE SAME.
11/10/09	Sharret, J	2.90	2.90	1,406.50			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1074						1 DRAFTING INTERIM FEE APPLICATION.

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DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
11/11/09	Chaikin, R	0.50	0.50	130.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ASSEMBLE MEETING MINUTES AND HEARING AGENDAS FOR REVIEW FOR FEE APPLICATION.</u>
Wed	541031019/1089						
11/11/09	Sharret, J	3.70	3.70	1,794.50			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>DRAFTING FIRST INTERIM FEE APPLICATION.</u>
Wed	541031019/1075						
11/12/09	Chaikin, R	0.50	0.50	130.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>ENTER EDITS TO FEE APPLICATION.</u>
Thu	541031019/1090						
11/12/09	Plotko, G	1.00	1.00	665.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW INTERIM FEE APPLICATION AND MAKE CHANGES THERETO.</u>
Thu	541031019/1105						
11/12/09	Sharret, J	2.80	2.80	1,358.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>DRAFTING FIRST INTERIM FEE APPLICATION.</u>
Thu	541031019/1076						
11/13/09	Chaikin, R	0.40	0.40	104.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>CONFERENCES W/ J. SHARRET AND F. ARIAS RE INTERIM FEE APPLICATION.</u>
Fri	541031019/1091						
11/14/09	Rogoff, A	1.10	1.10	874.50			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEW AND REVISE FIRST INTERIM FEE APPLICATION.</u>
Sat	541031019/1079						
11/15/09	Chaikin, R	1.50	1.50	390.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>EDIT APPLICATION AND INSERT NUMERICAL DATA.</u>
Sun	541031019/1092						
11/15/09	Sharret, J	0.60	0.50	242.50	0.50		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>REVIEWING MARK-UP TO INTERIM FEE APPLICATION (.5);</u>
Sun	541031019/1106				0.10		2 <u>EMAILS RE: SAME (.1).</u>
11/16/09	Chaikin, R	8.50	8.50	2,210.00	1.00		<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>INTERIM FEE APPLICATION: CONFERENCES W/ J. SHARRET (1.0);</u>
Mon	541031019/1093				6.50		2 <u>NUMEROUS ROUNDS OF EDITS (6.5);</u>
					1.00		3 <u>ASSEMBLE EXHIBITS AND FILE (1.0).</u>
11/16/09	Chouprouta, A	0.30	0.30	78.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>DISCUSSION WITH IT PERSONNEL AT US TRUSTEE OFFICE RE: TEST RUN OF ASCII FILES.</u>
Mon	541031019/1082						
11/16/09	Macksoud, L	0.80	0.80	480.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i> 1 <u>CONFERRING WITH J. SHARRET AND G. PLOTKO REGARDING FINALIZING QUARTERLY FEE APPLICATION.</u>
Mon	541031019/1087						

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DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
11/16/09	Rogoff, A	0.40	0.20	159.00			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1080						1 ATTN TO FEE APPLICATION;
							2 MTG W/ J. SHARRET RE: SAME.
11/16/09	Sharret, J	8.10	8.10	3,928.50			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1083						1 REVIEWING INTERIM FEE APPLICATION.
11/17/09	Chaikin, R	2.50	2.50	650.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1094						1 ASSEMBLE AND SERVE FEE APPLICATIONS OF COMMITTEE'S PROFESSIONALS.
11/17/09	Chouprouta, A	0.20	0.20	52.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1081						1 EMAILS TO AND FROM US TRUSTEE'S OFFICE RE: FINAL SUBMISSION OF GM ASCII TIME RECORDS. CONFIRM SUCCESSFUL TRANSMISSION OF SAME.
11/17/09	Mayer, T	0.20	0.20	186.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1102						1 CONFERENCE WITH J. SHARRET RE STATUS OF GM FEE APPS, CALL H. MILLER RE MONTHLY INVOICES.
11/17/09	Sharret, J	1.10	1.10	533.50			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1084						1 REVIEWING INTERIM FEE APPLICATION AND FOLLOW-UP WITH ACCOUNTING RE: SAME.
11/18/09	Chaikin, R	2.70	2.70	702.00	0.60		MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1095				0.10		1 DRAFT TO DO LIST FOR FEE STATEMENTS AND APPLICATIONS (6);
					0.80		2 EMAIL W/ US TRUSTEE'S OFFICE RE EXHIBITS TO FEE APPLICATION (1);
					0.20		3 CREATE BINDER OF COMMITTEE'S PROFESSIONALS' FEE APPLICATIONS (8);
					1.00		4 DRAFT OCTOBER FEE LETTER (2);
							5 REVIEW OCTOBER TIME DETAIL (1.0).
11/18/09	Sharret, J	0.10	0.10	48.50			MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1085						1 TELEPHONE CONFERENCE WITH F. ARIAS RE: GM INTERIM FEE APPLICATION.
11/19/09	Chaikin, R	1.40	1.40	364.00	1.00		MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1096				0.40		1 REVIEW OCTOBER TIME DETAIL (1.0);
							2 DRAFT AND FILE AFFIDAVIT OF SERVICE FOR INTERIM FEE APPLICATIONS (4).
11/19/09	Sharret, J	0.10	0.10	48.50			MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1086						1 TELEPHONE CONFERENCE WITH D. INDELICATI AND F. ARIAS RE: INTERIM FEE APPLICATION.
11/20/09	Chaikin, R	6.20	6.20	1,612.00			MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1097						1 CONTINUE REVIEW OF OCTOBER TIME DETAIL, MOVE TIME TO APPROPRIATE MATTERS.
11/20/09	Sharret, J	0.40	0.20	97.00			MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1099						1 ATTENTION TO OCTOBER MONTHLY INVOICE;
							2 REVIEWING HONIGMAN STATEMENT ON TIME DETAIL.

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DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
11/23/09	Chaikin, R	2.60	2.10	546.00	0.50		<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Mon	541031019/1108				0.60		1 CONFERENCE W/ J. SHARRET (.5);
					1.50		2 ENTER ATTORNEY EDITS (.6);
							3 REVIEW TIME DETAIL (1.5).
11/24/09	Chaikin, R	2.80	2.80	728.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Tue	541031019/1107						1 REVIEW TIME DETAIL.
11/24/09	Plotko, G	0.60	0.60	399.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Tue	541031019/1109						1 DISCUSSION W/ J. SHARRET RE: BILLING AND HOLD-BACK ISSUES.
11/24/09	Schmidt, R	0.30	0.15	110.25			<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Tue	541031019/1101						1 ATTN TO BILLING ISSUES;
							2 OFFICE CONFERENCE W/ G. PLOTKO AND ACCOUNTING.
11/30/09	Macksoud, L	1.20	1.20	720.00			<i>MATTER NAME: Motions</i>
Mon	541031032/1373						1 REVIEWING DOCKET, RECENTLY FILED MOTIONS AND MOTION REGARDING APPOINTMENT OF EXAMINER.
11/30/09	Rogoff, A	2.10	0.60	477.00	0.75	A	<i>MATTER NAME: Wind-Down Issues</i>
Mon	541031041/1513				0.75	A	1 ATTN TO WIND DOWN ISSUES INCLUDING MISC ASSET SALES;
					0.60	F	2 REVIEW FILED PLEADINGS AND FEE EXAMINER ISSUES (1.5);
							3 EMAILS AND CALLS L. MACKSOD, G. PLOTKO, J. SHARRET AND A. CATON RE: SAME (.6).
12/01/09	Chaikin, R	1.10	1.10	286.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Tue	541031019/1111						1 ASSEMBLE DOCUMENTS RELATING TO RETENTION OF EVERCORE AND AP SERVICES FOR FEE AUDITOR CANDIDATE.
12/01/09	Rogoff, A	2.20	0.90	765.00	1.30		<i>MATTER NAME: Wind-Down Issues</i>
Tue	541031041/1514				0.60		1 FOCUS ON WIND DOWN MATTERS, INCLUDING EL-MO AND MISC ASSET SALES, FEE EXAMINER DECLARATIONS AND CEO RESIGNATION (1.3);
					0.30		2 REVIEW NEWLY FILED PLEADINGS AND DOCUMENTS (.6);
							3 EMAILS AND CALLS L. MACKSOD, J. SHARRET AND A. CATON RE: SAME (.3).
12/03/09	Rogoff, A	0.10	0.10	85.00			<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Thu	541031019/1110						1 REVIEW FEE EXAMINER ISSUE AND MEETING W/ J. SHARRET REGARDING SAME.
12/04/09	Chaikin, R	0.70	0.70	182.00	0.20	F	<i>MATTER NAME: Fee Application/Monthly Invoices</i>
Fri	541031019/1139				0.50	F	1 MAIL EVERCORE AND AP SERVICES RETENTION DOCUMENTS TO FEE AUDITOR CANDIDATE (.2).
							2 CREATE BINDER FOR 2ND INTERIM PERIOD FEE STATEMENTS AND APPLICATION (.5).
12/04/09	Rogoff, A	1.80	0.20	170.00	0.80	A	<i>MATTER NAME: Wind-Down Issues</i>
Fri	541031041/1518				0.80	A	1 ATTN TO WIND DOWN ISSUES - ASSET SALES AND CONTRACT MATTERS;
					0.20	F	2 ATTN TO NEW PLEADINGS, ASBESTOS ISSUES, FEE EXAMINER (1.6);
							3 VARIOUS EMAILS AND MTGS L. MACKSOD, J. SHARRET AND G. PLOTKO RE: SAME (.2).

~ See the last page of exhibit for explanation

KRAMER LEVIN RETENTION/COMPENSATION

Kramer Levin Naftalis & Frankel

DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
12/04/09	Sharret, J	0.40	0.10	48.50	0.10		MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1122				0.30		1 REVIEW FEE AUDITOR ORDER (.1);
							2 REVIEW NOVEMBER FEE DETAIL (.3)
12/08/09	Chaikin, R	3.60	3.60	936.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1116						1 REVIEW NOVEMBER FEE DETAIL.
12/09/09	Chaikin, R	0.60	0.60	156.00			MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1117						1 REVIEW NOVEMBER TIME DETAIL.
12/10/09	Chaikin, R	0.70	0.70	182.00			MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1118						1 ASSEMBLE NOVEMBER FEE STATEMENT.
12/10/09	Mayer, T	0.10	0.10	93.00			MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1112						1 CALL WITH D. ADAMS RE FEE EXAMINER.
12/11/09	Colbourne, P	2.10	2.10	220.50			MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1114						1 SERVE GM FEE APPLICATION AT 767 FIFTH AVENUE. SERVE GM FEE APPLICATION ON US TRUSTEE AT 33 WHITEHALL ST.
12/16/09	Macksoud, L	0.70	0.70	420.00			MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1119						1 REVIEW FEE EXAMINER STIPULATION.
12/18/09	Chaikin, R	0.50	0.50	130.00	0.40	F	MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1121				0.10	F	1 UPDATE FEE STATEMENT BINDER AND RECORDS (.4)
							2 AND DRAFT DECEMBER STATEMENT (.1).
12/22/09	Caton, A	0.20	0.20	136.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1123						1 REVIEW FEE EXAMINER ISSUES.
12/24/09	Sharret, J	0.30	0.30	145.50			MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1124						1 REVIEWING FEE EXAMINER ORDER
12/28/09	Chaikin, R	4.70	4.70	1,222.00	1.10		MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1140				2.10		1 DRAFT STATEMENT FOR TIME RECORD SUPPLEMENT TO FIRST INTERIM APPLICATION (1.1);
					0.50	F	2 ASSEMBLE BINDER OF FEE DOCUMENTS FOR COMMITTEE PROFESSIONALS FOR FEE EXAMINER (2.1);
					1.00	F	3 CONFS. W/ J. SHARRET RE SAME (.5).
							4 DRAFT MEMO ON BILLING PROCEDURES (1.0).
12/28/09	Sharret, J	0.90	0.90	436.50	0.30		MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1129				0.60		1 ATTENTION TO FEE AUDITOR APPOINTMENT AND SUPPLEMENT LETTER OF FEE DETAIL (.3);
							2 REVIEWING BINDER OF COMMITTEE PROFESSIONAL INTERIM FEE APPLICATIONS (.6).

~ See the last page of exhibit for explanation

KRAMER LEVIN RETENTION/COMPENSATION

Kramer Levin Naftalis & Frankel

DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
12/29/09	Chaikin, R	3.90	3.90	1,014.00	0.70		MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1127				1.20		1 CONFS. W/ J. SHARRET RE PROVIDING FEE DOCUMENTS TO FEE EXAMINER AND SUPPLEMENT TO FEE APPLICATION (.7);
					0.90		2 EDIT AND FINALIZE NOTICE OF SUPPLEMENT (1.2);
					0.80		3 REVIEW AND ASSEMBLE EXHIBITS FOR NOTICE OF SUPPLEMENT (.9);
					0.30		4 UPDATE BINDER OF FEE DOCUMENTS FOR FEE EXAMINER (.8);
							5 FILE SUPPLEMENT TO FEE APPLICATION (.3).
12/29/09	Sharret, J	1.00	1.00	485.00	0.70	F	MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1125				0.30	F	1 C/F WITH R. CHAIKIN RE: FEE AUDITOR PACKAGE (.7)
							2 AND REVISING SUPPLEMENT OF FILING TIME DETAIL (.3).
12/30/09	Chaikin, R	0.60	0.60	156.00			MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1128						1 DRAFT COVER LETTER AND MAIL FEE DOCUMENTS BINDER TO FEE EXAMINER.
01/04/10	Chaikin, R	3.40	3.40	935.00	0.50		MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1130				0.50		1 REVIEW NEW SDNY FEE GUIDELINES (.5);
					0.30		2 SEND DOCUMENTS RELATING TO ALIX AND EVERCORE TO FEE EXAMINER (.5);
					2.10		3 FILE EPIQ AFFIDAVIT OF SERVICE OF FEE SUPPLEMENT (.3);
							4 REVIEW DECEMBER TIME DETAIL (2.1).
01/05/10	Chaikin, R	0.60	0.60	165.00			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1131						1 REVIEW DECEMBER TIME DETAIL.
01/06/10	Chaikin, R	0.60	0.60	165.00			MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1132						1 ATTENTION TO FEE DETAIL.
01/08/10	Chaikin, R	2.10	2.10	577.50	1.90	F	MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1133				0.20	F	1 REVIEW DECEMBER FEE DETAIL (1.9);
							2 CONF. W/ F. ARIAS RE SAME (.2).
01/11/10	Chaikin, R	2.50	2.50	687.50			MATTER NAME: Fee Application/Monthly Invoices
Mon	541031019/1134						1 SECOND REVIEW OF DECEMBER FEE DETAIL.
01/12/10	Sharret, J	0.30	0.30	151.50			MATTER NAME: Fee Application/Monthly Invoices
Tue	541031019/1137						1 ATTENTION TO BUDGET FOR FEE AUDITOR.
01/13/10	Chaikin, R	1.70	1.70	467.50			MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1135						1 CREATE SPREADSHEET OF FEES AND EXPENSES BILLED BY MONTH, AVERAGES AND CALCULATE ESTIMATED FEES AND EXPENSES FOR MONTH OF FEBRUARY IN ANTICIPATION OF BUDGET REPORT TO FEE EXAMINER.
01/15/10	Chaikin, R	0.80	0.80	220.00	0.20	F	MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1136				0.20	F	1 CONF. W/ J. SHARRET RE BUDGET FOR FEE EXAMINER (.2),
					0.40	F	2 DRAFT COVER LETTER TO FEE EXAMINER (.2).
							3 FINALIZE BUDGET CHART AND FAX/EMAIL SAME (.4).

~ See the last page of exhibit for explanation

EXHIBIT D

KRAMER LEVIN RETENTION/COMPENSATION

Kramer Levin Naftalis & Frankel

DATE	TIMEKEEPER NAME	ENTRY HOURS	HOURS	FEES	TASK HOURS	~	DESCRIPTION
01/15/10	Sharret, J	0.40	0.40	202.00			MATTER NAME: Fee Application/Monthly Invoices
Fri	541031019/1138						1 REVIEW FEBRUARY BUDGET AND FINALIZE;
							2 CONF. W/ R. CHAIKIN RE SAME.
01/27/10	Chaikin, R	2.40	2.40	660.00	2.10		MATTER NAME: Fee Application/Monthly Invoices
Wed	541031019/1141				0.30		1 REVIEW TIME DETAIL (2.1);
							2 CONFS. W/ F. ARIAS RE SAME (.3).
01/28/10	Chaikin, R	1.50	1.50	412.50	0.80		MATTER NAME: Fee Application/Monthly Invoices
Thu	541031019/1142				0.70		1 FINAL REVISIONS TO DECEMBER FEE STATEMENT (.8);
							2 PREPARE AND MAIL FEE STATEMENT TO DEBTORS, COUNSEL, UST AND EXAMINER (.7).
Total			128.05	\$48,091.75			
Number of Entries:		97					

~ See the last page of exhibit for explanation

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EXHIBIT D

KRAMER LEVIN RETENTION/COMPENSATION

Kramer Levin Naftalis & Frankel

SUMMARY OF HOURS AND FEES BY INDIVIDUAL

TIMEKEEPER NAME	HOURS	FEES
Caton, A	0.50	340.00
Chaikin, R	79.20	20,826.00
Chouprouta, A	2.80	728.00
Colbourne, P	2.10	220.50
Macksoud, L	5.10	3,060.00
Mayer, T	4.50	4,185.00
Plotko, G	3.55	2,360.75
Rogoff, A	4.10	3,325.50
Schmidt, R	1.30	955.50
Sharret, J	24.90	12,090.50
	128.05	\$48,091.75

SUMMARY OF HOURS AND FEES BY MATTER

MATTER NAME	HOURS	FEES
Committee Meetings/Communications	2.00	1,785.00
Fee Application/Monthly Invoices	123.15	44,174.75
Motions	1.20	720.00
Wind-Down Issues	1.70	1,412.00
	128.05	\$48,091.75

(-) REASONS FOR TASK HOUR ASSIGNMENTS

A Task Hours Allocated By Fee Auditor
F FINAL BILL